**1. Changes to the Constitution**

The BMFMS membership will be asked at the AGM to vote on the changes to the Constitution as described in Table 1. The proposed constitution is also provided for review as a document entitled “*Society Constitution\_ Suggested amendments Nov 2023.*”

The BMFMS constitution was last updated in xxxx. There are several areas where an update was needed. The constitution has been updated to reflect the guidance from the Charity Commission [“Setting up a charity: model governing documents](https://www.gov.uk/government/publications/setting-up-a-charity-model-governing-documents).” using the template of the “Model constitution for a small charity”.

Changes have also been made generally throughout the document for a) readability, b) to enable specific items in the constitution to be easily identified supporting clearer amendments in the future, c) to allow the new additions/changes to the constitution as detailed below in Table 1.

**Table 1 Changes suggested to BMFMS Constitution**

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| --- | --- | --- | --- | --- | --- |
| **Item for discussion** | **Section of Constitution** | **New section or change** | **Description** | **Section of proposed constitution** | **Explanation** |
| 1. | Election of President (3.3) | New | The President can be elected six months prior to the retirement of the serving President and the elected President can serve as a President Elect | 3.3.1 | This is to support handover and to ensure that there is timely appointments of the President. |
| 2. |  | The retiring President may serve as an ex-officio member for one year after retirement | 3.3.2 | There is a very short handover period when the President retires. By allowing the retiring President to serve as an ex-officio member for up to one year allows continuity and support for the new President |
| 3. | Acting Officers (3.4) | New | This allows for a member of the Executive Committee to serve as an acting Officer in the event of an Officer being unable to fulfil their role. | 3.4 | This allows for roles to be preformed in the event of unexpected illness or resignation from a role. |
| 4. | Carrying out the purposes (4) | New | Describes the powers of the Trustees | 4 | This is from the Charity Commission template |
|  | Membership of the committee | Change | The changes are to:  1. combine the roles of Scientific Representative, Abstract Co-ordinator and Prize Co-ordinator into one role of Scientific and research representative.  2. To create two new committee places for nursing and midwifery members. | 6.2.2.4 and 6.2.2.12 | The roles of abstract co-ordinator and prize co-ordinator were very much directed towards conference organisation and research bursaries. The whole committee is now responsible for organisation of the conference and other scientific meetings thus there is scope to combine the scientific roles into one. There is a need for nurses and midwives to have representation on the committee for maternal and fetal medicine. |
| 5. | Ex-officio members | Change | Two ex-officio roles have been removed (technology and website co-ordinator). Parent/carer and the ex-officio for the retiring President are new roles. | 6.2.3.5 | BMFMS now employs a company to manage the website. Technology is the responsibility of the whole committee. There is a need for the parent voice to be represented. See item 2 for the retired President. |
| 6 | Invited representatives to meetings | New | This section highlights the other representatives who may be invited to meetings. | 6.3 | NA |
| 7 | Sections related to attendance at meetings | New | Statement that meeting attendance may be remote or in person and that voting can be via remote attendance. | 6.4.3 | To support hybrid meeting attendance. |
| 8 | Manager | New | Section described appointment of the Manager and key roles | 6.8 | See other agenda item for papers related to appointment of Manager |
| 9 | AGM | New | Section describing AGM | 8 | Taken from the Charity Commission template |
| 10 | Officer meetings | New | Section describing Officer meetings | 9 | Taken from the Charity Commission template |
| 11 | Money and property | New | Section describing how the Charity money is handled and income. | 10 | Taken from the Charity Commission template |
| 12 | General Meetings | New | Section describing how meetings may be convened outside an AGM and how changes to the constitution can be suggested and approved. | 11 | Taken from the Charity Commission template |

**Proposal for members to vote on: The BMFMS Constitution should be amended as per the document “*Society Constitution\_ Suggested amendments Nov 2023*.”Each item in table 1 will be discussed at the AGM and voted on individually.**

**2. Appointment of a Manager**

The Committee and its Officers would like to propose the appointment of a Manager for BMFMS. This would be a senior management post with responsibility for the Society’s office and its staff to ensure the efficient operation of all of the governance, administrative and financial operations of the Society. The day-to-day management of the Society would be delegated to the post holder who would engages with BMFM’s Executive Committee and membership, its various working groups, sponsors and stakeholders in order to develop and promote the profile and work of the Society.

KEY RESPONSIBILITIES

• Working closely with the BMFMS Officers to achieve agreed development income targets

• Create and implement a Strategic Plan , incorporating strategic aims and key performance indicators

• Work closely with key staff and officers to advance the role of BMFMS and its work

• With the BMFMS Officers finalise cases for support and agreed programme of needs, subjecting these to periodic review by Executive Committee Trustee Board

BAPM appointed a Chief Executive in 2016 and over the last 7 years has grown its membership, profile, and output. BMFMS has the support of an administrative co-ordinator from the RCOG but in order to ensure that we are growing, developing, and truly fulfilling our purpose we need to move into areas such as Frameworks of Practice, toolkits etc. like BAPM. BMFMS has taken steps over the last few years to be prudent with funds until there was more certainty and stability in our income streams (mainly courses and membership with the conference being non-profit making). As we will discuss in the finance agenda item, BMFMS has moderate reserves and a balance that is above that which a Charity should hold. The approximate cost of employing a Manager at 0.5-0.8FTE for 2 years would be £50-£75k based on experience. We believe that being able to offer a post at 0.5-0.8FTE will attract a greater number of suitable candidates. The Committee would then review the success of the post and plans for its continuation after the 2 year period, taking into account any changes in the Charity’s finances.

**Proposal for members to vote on: BMFMS should employ a Manager at 0.5-0.8 FTE for 2 years**